

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT COURT OF MASSACHUSETTS**

IN RE: PHARMACEUTICAL INDUSTRY
AVERAGE WHOLESALE PRICE
LITIGATION.

THIS DOCUMENT RELATES TO ALL
ACTIONS.

MDL No. 1456

Civil Action No. 01-CV-12257-PBS

Judge Patti B. Saris
Magistrate Judge Marianne B. Bowler

**PLAINTIFFS' OPPOSITION TO DEFENDANT ASTRAZENECA
PHARMACEUTICALS LP'S MOTION FOR LEAVE TO FILE A REPLY TO
PLAINTIFFS' OPPOSITION TO DEFENDANT'S MOTION IN LIMINE TO EXCLUDE
EVIDENCE RELATING TO GUILTY PLEAS AND SAMPLING ACTIVITY**

AstraZeneca is not permitted a reply brief under this Court's rules without leave of court.

Nevertheless, it seeks leave to file such a reply on the grounds that its reply brief will be "helpful" to the Court.

AstraZeneca's reply brief does not provide any such assistance to the Court. Notably, AZ does not claim, because it cannot, that Plaintiffs' Opposition raised any new factual issues or legal arguments. And because that is the case, AZ's proposed reply raises no new issues either. It just denies Plaintiffs' statements and selectively excerpts deposition testimony to tell its side of the story – a story already told in its opening motion.

AstraZeneca's motion is a motion in limine asking this Court to exclude evidence. To decide that motion this Court need not and should not decide which party's version of the truth it believes; that is what a trial is for. AZ's reply is a last-minute plea to get this Court to believe its version of the story. Its attempt to further "educate" this Court should be denied.

DATED: October 18, 2006

By: /s/ Jennifer Fountain Connolly

Kenneth A. Wexler
Jennifer Fountain Connolly
Wexler Toriseva Wallace LLP
One North LaSalle Street, Suite 2000
Chicago, IL 60602
Telephone: (312) 346-2222
Facsimile: (312) 346-0022

Thomas M. Sobol (BBO#471770)
Edward Notargiacomo (BBO#567636)
Hagens Berman Sobol Shapiro LLP
One Main Street, 4th Floor
Cambridge, MA 02142
Telephone: (617) 482-3700
Facsimile: (617) 482-3003

LIAISON COUNSEL

Steve W. Berman
Sean R. Matt
Hagens Berman Sobol Shapiro LLP
1301 Fifth Avenue, Suite 2900
Seattle, WA 98101
Telephone: (206) 623-7292
Facsimile: (206) 623-0594

Elizabeth A. Fegan
Hagens Berman Sobol Shapiro LLP
60 W. Randolph Street, Suite 200
Chicago, IL 60601
Telephone: (312) 762-9235
Facsimile: (312) 762-9286

Eugene A. Spector
Jeffrey Kodroff
Spector, Roseman & Kodroff, P.C.
1818 Market Street, Suite 2500
Philadelphia, PA 19103
Telephone: (215) 496-0300
Facsimile: (215) 496-6611

Marc H. Edelson
Allan Hoffman
Edelson & Associates LLC
45 West Court Street
Doylestown, PA 18901
Telephone: (215) 230-8043
Facsimile: (215) 230-8735

Donald E. Haviland, Jr.
The Haviland Law Firm, LLC
740 S. Third Street, Third Floor
Philadelphia, PA 19147
Facsimile: (215) 609-4661
Telephone: (215) 392-4400

***CO-LEAD COUNSEL FOR
PLAINTIFFS***

CERTIFICATE OF SERVICE BY LEXISNEXIS FILE & SERVE

Docket No. MDL 1456

I, Jennifer Fountain Connolly, hereby certify that I am one of plaintiffs' attorneys and that, on October 18, 2006, I caused copies of *Plaintiffs' Opposition To Defendant AstraZeneca Pharmaceuticals LP's Motion For Leave To File A Reply To Plaintiffs' Opposition To Defendant's Motion In Limine To Exclude Evidence Relating To Guilty Pleas And Sampling Activity* to be served on all counsel of record by causing same to be posted electronically via Lexis-Nexis File & Serve.

/s/ Jennifer Fountain Connolly
Jennifer Fountain Connolly